



**MARVEL
COMICS
GROUP**

the AMAZING SPIDER-MAN

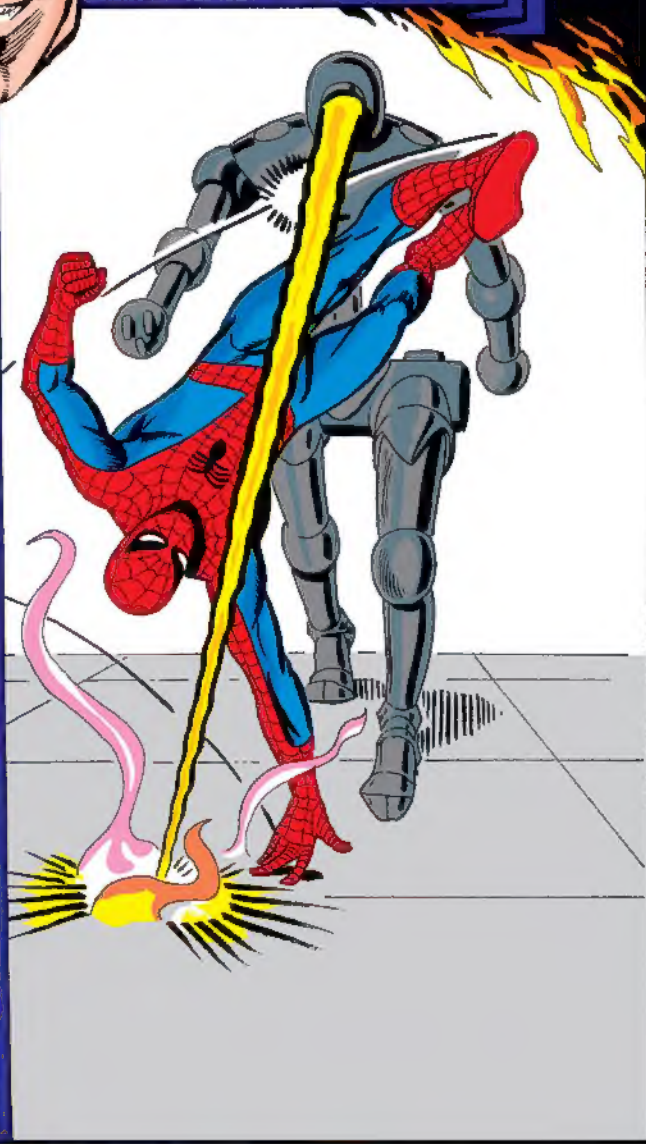
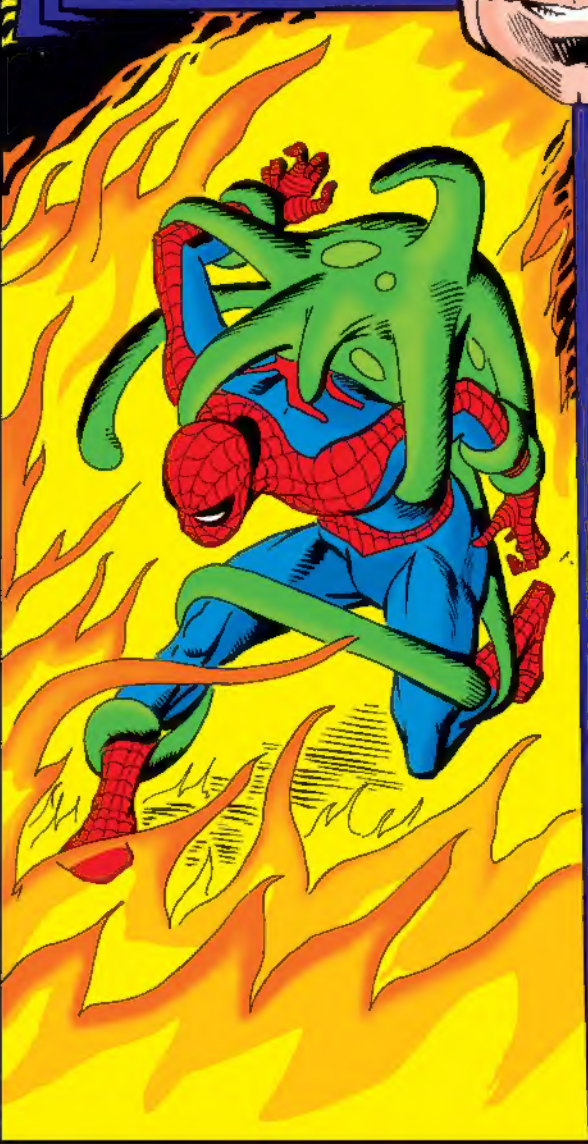
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**"ONCE
UPON A
TIME..."**

**...THERE
WAS A
ROBOT!"**



THE AMAZING SPIDER-MAN!

"ONCE UPON A TIME, THERE WAS A ROBOT...!"

WE HATE TO BRAG, BUT...

...THIS ONE'S A DOOZY!



EDITED AND WRITTEN
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BEHIND THE COLD, CLAMMY, CONFINING WALLS OF STATE PRISON, A VOICE UTTERS SIX WELCOME WORDS...

PROFESSOR STROMM, YOUR SENTENCE IS OVER!



AT LAST! I'M FREE!

YOU'VE BEEN A MODEL PRISONER FOR TEN YEARS! GOOD LUCK ON THE OUTSIDE, PROFESSOR!

THANKS!

SURE, I'VE BEEN A MODEL PRISONER! I'VE DONE NOTHING BUT PLAN MY REVENGE ALL THAT TIME!



THEN, NO SOONER DOES PROFESSOR STROMM PUT THE IRON GATES BEHIND HIM, WHEN...

GLAD TO SEE YA, STROMM! I GOT EVERYTHING ALL SET, LIKE YOU WANTED!

DO NOT FORGET YOURSELF, MAX! YOU WILL ALWAYS ADDRESS ME AS PROFESSOR!



BUT, OTHER EYES OBSERVE THE FATEFUL MEETING -- THE EYES OF AN EX-CON TURNED REPORTER, NAMED FOSWELL...

I KNEW MY OLD CELL-MATE WOULD BE GETTING OUT TODAY!

HE'S BEING PICKED UP BY ANOTHER EX-INMATE NAMED MAX YOUNG! THEY MUST HAVE MADE SOME PLANS WHILE IN PRISON!



I WONDER IF HE'S STILL AS HUNGRY FOR REVENGE AS EVER!?

THEY'RE HEADING FOR TOWN! I'D BETTER FOLLOW! THERE MAY BE A STORY IN IT FOR ME!

THAT GUY WATCHIN' THE PROFESSOR MUST BE A STOOGLIE!



THE PROF'LL BE REAL GRATEFUL TO ME IF I WING 'IM!

HOWEVER, BEFORE A SHOT CAN BE FIRED--

WHOA THERE, SONNY BOY!

IN CASE YOU DON'T KNOW IT, THIS IS A NO-NOISE ZONE!



SPIDER-MAN!

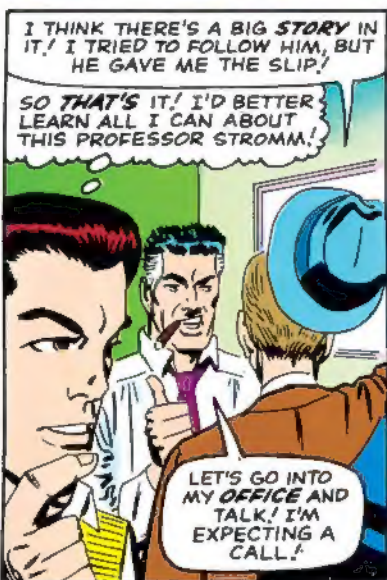
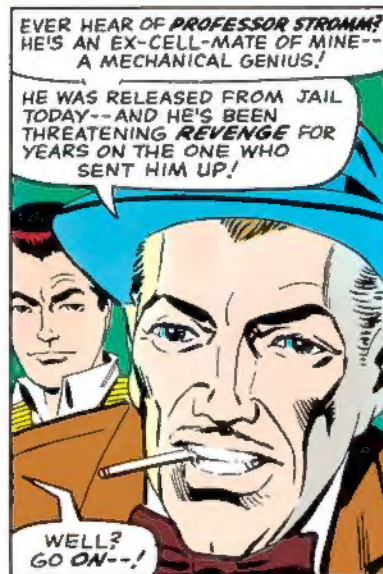
AWW--AND I WANTED IT TO BE A SURPRISE!

OKAY, TALK! WHY'D YOU TRY TO VENTILATE FOSWELL?

I SAID TALK!





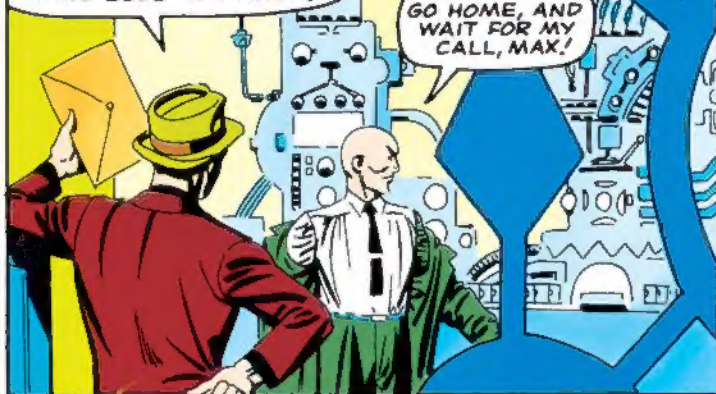


NOW, LET'S SWITCH OUR SCENE TO THE MAN IN WHOM EVERYONE SEEMS SO INTERESTED, AS WE VISIT THE WELL-EQUIPPED HIDEOUT OF PROFESSOR STRUMM...

I BOUGHT ALL THE GADGETS YOU WANTED WITH THE DOUGH YOU HAD STASHED AWAY, PROFESSOR! ANYTHING ELSE YOU NEED?

NO! THIS IS PERFECT! I WILL NOT NEED YOU AGAIN UNTIL THE ROBOT IS FINISHED!

GO HOME, AND WAIT FOR MY CALL, MAX!



FOR TEN YEARS I DREAMED OF THIS MOMENT! I DREAMED OF GETTING MY REVENGE ON THE MAN WHO CHEATED ME OUT OF MY INVENTIONS!

AS HE HAS RUINED MY LIFE, SO SHALL I RUIN HIM!



AND, WHILE THE PROFESSOR PLOTS, PETER PARKER HEADS FOR SCHOOL, AS USUAL...

I WONDER IF GWEN STACY IS STILL MAD AT ME?

WELL, THERE'S ONLY ONE WAY TO FIND OUT...



HI, GWEN! WE'RE BOTH HEADING FOR THE SAME CLASS--MIND IF I JOIN YOU?

WHAT ARE YOU DOING, MR. PARKER--SLUMMING? USUALLY YOU'RE TOO STUCK UP TO SAY HELLO TO ANYONE!



WELL, AT LEAST I'M NOT A TEMPERAMENTAL FEMALE WHO DROOLS OVER A FELLA ONE DAY AND THEN ACTS LIKE AN ICICLE TO HIM THE NEXT!

DRAAT THAT CRAZY TEMPER OF MINE! NOW I'VE REALLY PUT MY FOOT IN IT!



EVEN IF YOU ARE E. S. U.'S NEWEST SCIENCE SCHOLARSHIP WHIZ-KID, NOBODY TALKS TO ME THAT WAY...

C'MON, GWEN--SIMMER DOWN! LET'S BURY THE HATCHET, HUH?



YOU THINK YOU CAN SAY WHAT YOU WANT TO ME, AND THEN --OWWW!

ANYONE EVER TELL YOU YOU'RE GORRRRGEIOUS WHEN YOU'RE ANGRY?

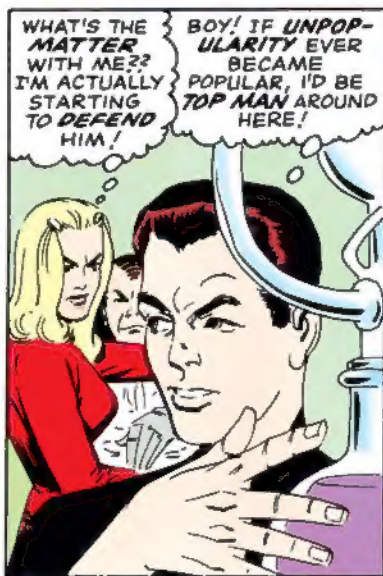
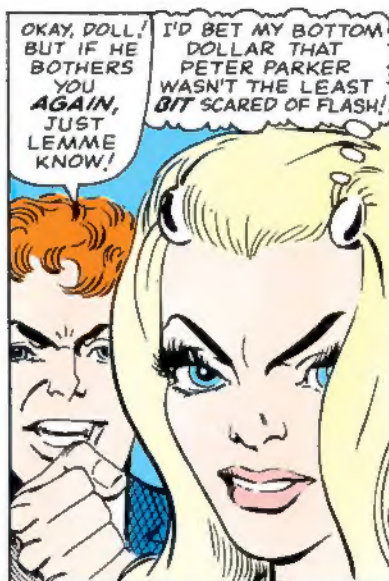


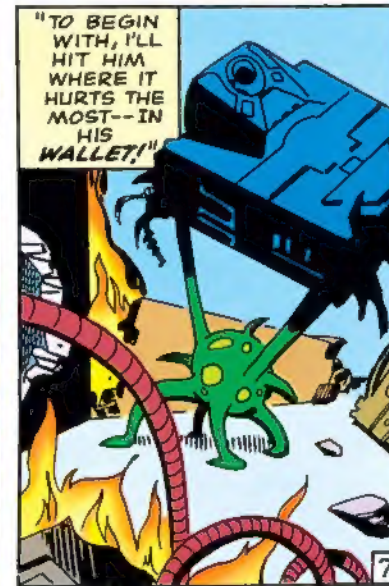
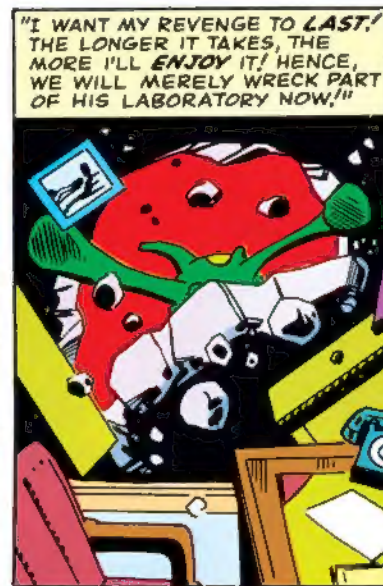
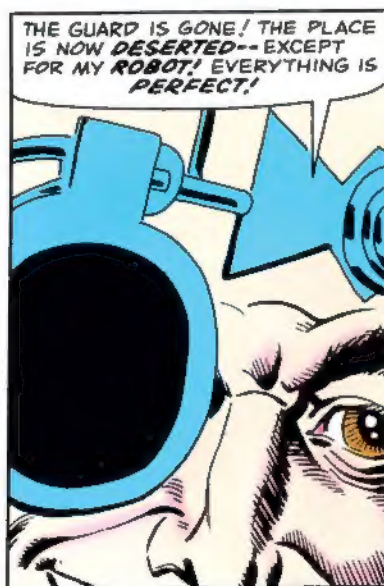
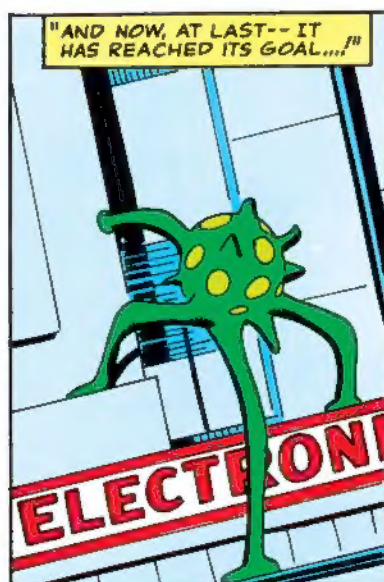
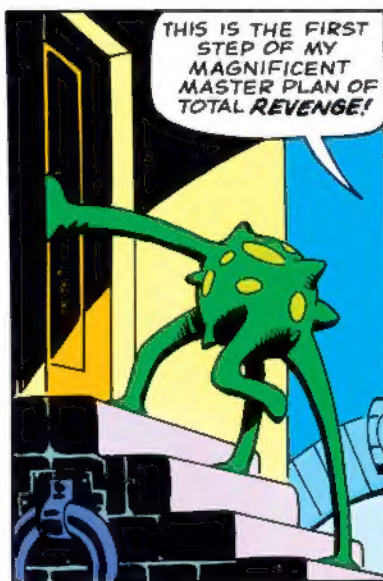
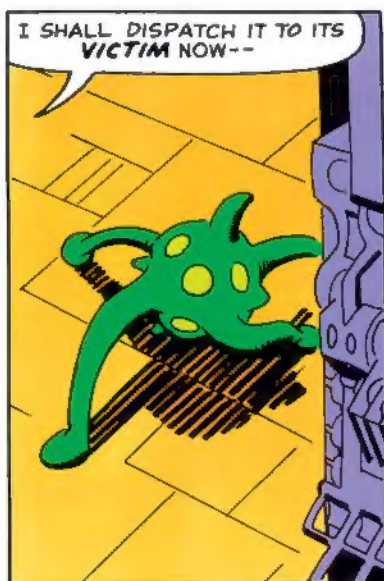
HEY! WHAT'S GOIN' ON THERE! I SAW THAT, PARKER!

I KNOW, I KNOW! THOSE BEADY, LITTLE, PIG-LIKE EYES OF YOURS NEVER MISS A TRICK, FLASH!



I'LL MAKE YOU EAT THOSE WORDS, YOU PUNY PUNK!





MEANWHILE, AN EVER-GROWING CROWD GATHERS OUTSIDE THE NOW-SMOKING ELECTRONICS PLANT...

STEP BACK, FOLKS! MAKE ROOM FOR THE FIRE TRUCKS!

I COULDA SWORN I SAW SOMEONE-- IN THE AIR, ABOVE ME!

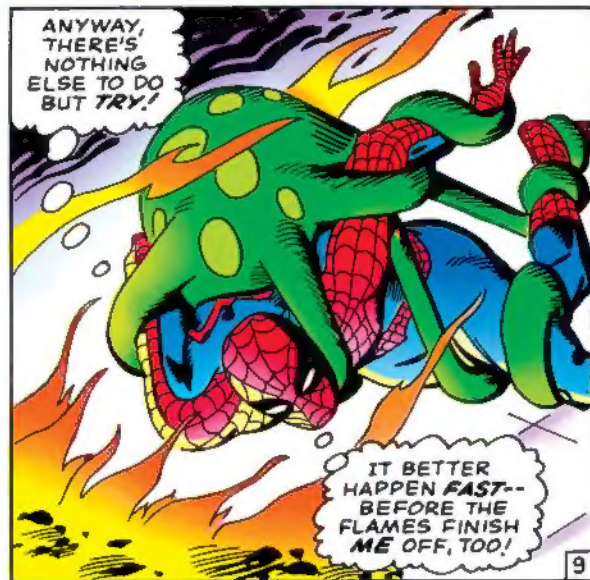
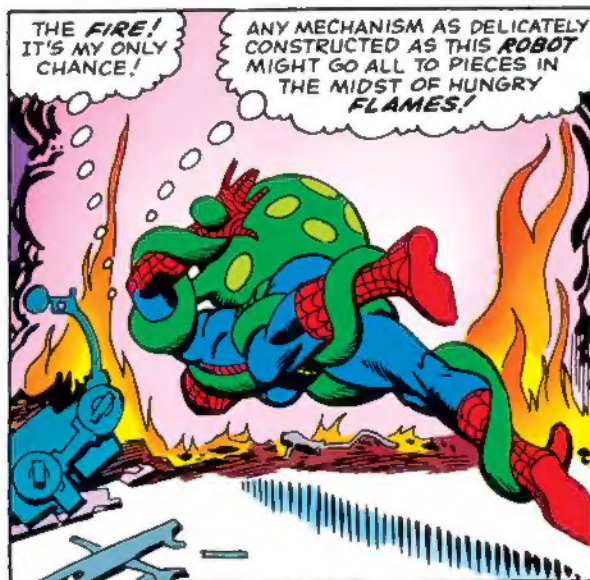
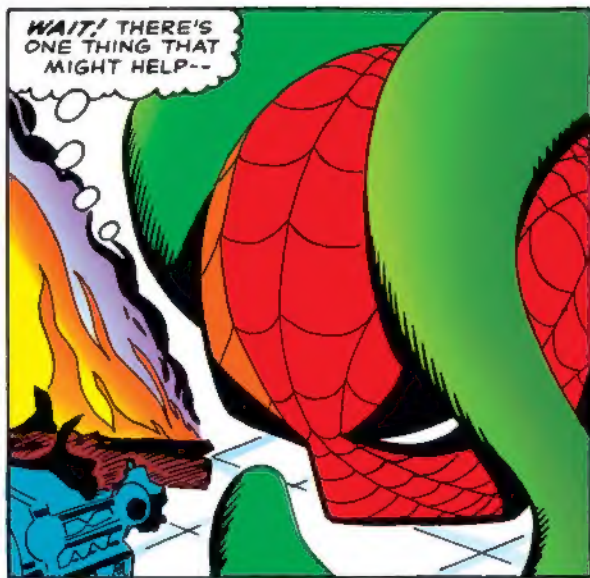
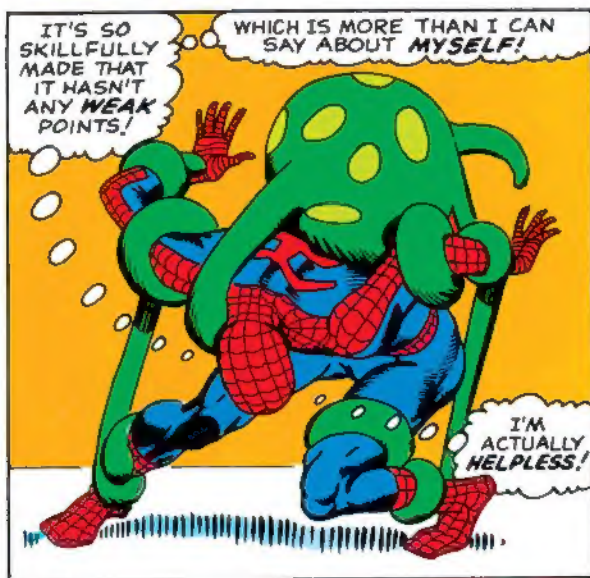
BUT, WITH ALL THIS SMOKE, I MUST HAVE IMAGINED IT!

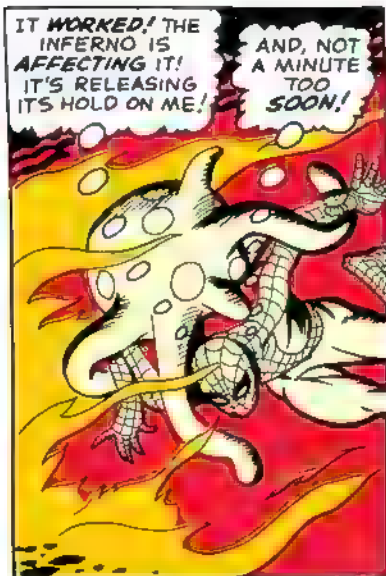
IMAGINED IT?? NOT QUITE...!

I THOUGHT I SMELLED SMOKE FROM AROUND THE CORNER!

IF ANYONE'S TRAPPED INSIDE, I MAY BE ABLE TO HELP--!







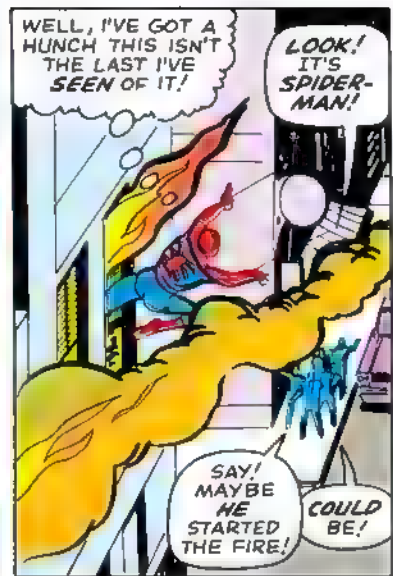
IT WORKED! THE INFERNO IS AFFECTING IT! IT'S RELEASING ITS HOLD ON ME!

AND, NOT A MINUTE TOO SOON!



NOW I'D BETTER GET OUT FAST, BEFORE THE ENTIRE BUILDING COLLAPSES!

BUT I'D SURE LIKE TO HAVE LEARNED MORE ABOUT THAT ROBOT!

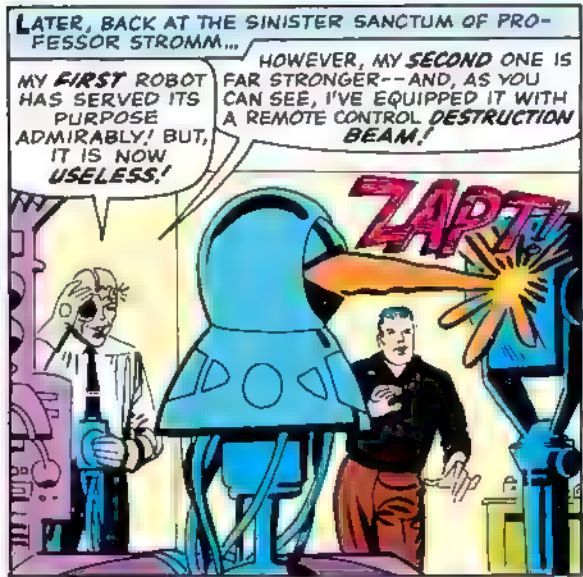


WELL, I'VE GOT A HUNCH THIS ISN'T THE LAST I'VE SEEN OF IT!

LOOK! IT'S SPIDER-MAN!

SAY! MAYBE HE STARTED THE FIRE!

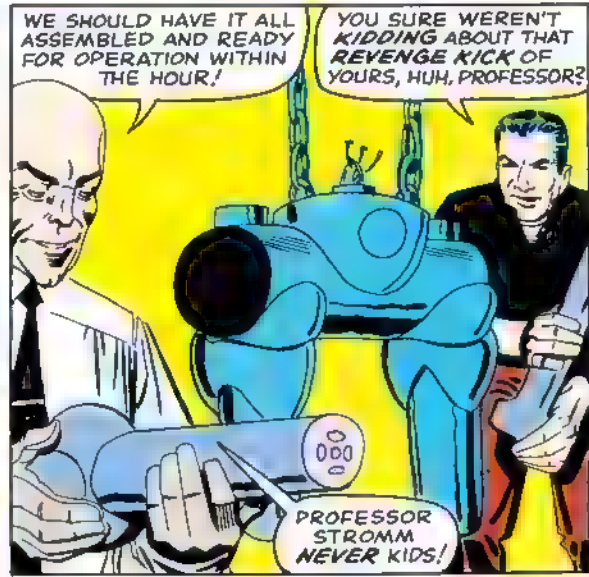
COULD BE!



LATER, BACK AT THE SINISTER SANCTUM OF PROFESSOR STROMM...

MY FIRST ROBOT HAS SERVED ITS PURPOSE ADMIRABLY! BUT, IT IS NOW USELESS!

HOWEVER, MY SECOND ONE IS FAR STRONGER--AND, AS YOU CAN SEE, I'VE EQUIPPED IT WITH A REMOTE CONTROL DESTRUCTION BEAM!



WE SHOULD HAVE IT ALL ASSEMBLED AND READY FOR OPERATION WITHIN THE HOUR!

YOU SURE WEREN'T KIDDING ABOUT THAT REVENGE KICK OF YOURS, HUH, PROFESSOR?

PROFESSOR STROMM NEVER KIDS!



AND NOW, WE'VE GOT A SMALL-SCALE SURPRISE FOR YOU! REMEMBER HARRY OSBORN, ONE OF PETER PARKER'S NASTIER SCHOOL MATES?

I DON'T GET IT, DAD? WHY WOULD SPIDER-MAN TRY TO BURN DOWN YOUR PLANT?

DON'T BELIEVE EVERYTHING YOU HEAR, HARRY! IT WASN'T SPIDER-MAN! SOMEONE ELSE WAS BEHIND THIS!

BUT--WHO?

NONE OF YOUR BLASTED BUSINESS!



I CAN'T TELL THE KID HOW I CHEATED PROFESSOR STROMM OUT OF HIS INVENTIONS, AND THEN RAILROADED HIM INTO JAIL WHEN HE BEGAN TO THREATEN ME! IT HAS TO BE STROMM WHO'S AFTER ME!

WOULDN'T IT BE SOMETHIN' IF SPIDER-MAN IS TRYING TO WORK A PROTECTION RACKET?

HARRY, DON'T YOU EVER SHUT UP?!!!

AT THAT MOMENT, HIS NOSE FOR NEWS TWITCHING UP A STORM, JOLLY JONAH JAMESON ENTERS OUR SCENE...

I WAS AT OUR CLUB WHEN I HEARD THE NEWS!

DON'T WORRY, NORMAN--SPIDER-MAN WON'T GET AWAY WITH THIS!

WE'RE NOT SURE HE'S THE ONE, JONAH!

I'M SURE--AND J. JONAH JAMESON IS NEVER WRONG ABOUT SUCH THINGS!

I SUPPOSE YOUR INSURANCE WILL COVER THE DAMAGE, EH?

YES, BUT IT LOOKS BAD! IF THE ATTACKS CONTINUE, THEY WON'T RENEW MY INSURANCE!

WE'VE GOT TO DO SOMETHING!

THAT'S A SMART BOY YOU'VE GOT, NORMAN! I LIKE THE WAY HE SUMS UP A SITUATION! HE'LL GO FAR!

HE SHOULD! HE SHOULD!

WELL, IF THERE'S ANYTHING I CAN DO FOR A FELLOW CLUB MEMBER--?

I'LL CALL YOU IF I NEED YOU, JONAH!

MEANWHILE, BLITHELY SWINGING OVER THE SOMNAMBULANT CITY, WE FIND...

THE CHARACTER FOSWELL REFERRED TO MIGHT BE RESPONSIBLE FOR THAT NUTTY ROBOT!

I'D BETTER KEEP TABS ON OL' FOSSY!

AND, SPEAKING OF THE ELUSIVE MR. FOSWELL...

I'LL BE ABLE TO PICK UP MORE INFORMATION IN MY IDENTITY AS PATCH, THE UNDERWORLD STOOLIE!

I'VE GOT TO LEARN WHERE PROFESSOR STRONN IS HIDING OUT!

THEN, NO SOONER HAS PATCH DEPARTED, WHEN AN UNINVITED CALLER ARRIVES...

JUST MY LUCK! HE CHANGED CLOTHES!

I WONDER IF HE KNEW I HAD MY SPIDER TRACER HIDDEN ON HIS HAT?

WELL, MAYBE I CAN STILL SPOT HIM SOMEHOW!

A SHORT TIME LATER, IN ONE OF THE SEEDIER SECTIONS OF TOWN...

WHAT'S DOIN', CHARLIE? HEARD ANYTHING NEW LATELY?

NO! AND EVEN IF I DID, I WOULDN'T SPILL IT TO A PUNK LIKE YOU!

I KNOW YOU WOULDN'T! BUT THERE ARE OTHERS HERE WHO WILL--FOR A PRICE!

WHILE, JUST OUTSIDE THE SMOKY SALOON...

NOTHING SO FAR! ALL I'M GETTING IS HEARTBURN FROM HANGING UPSIDE-DOWN SO LONG!

WHOOPS! LOOK WHO'S THERE!

IT'S THAT STOOLIE --PATCH! MIGHT AS WELL TAIL AFTER HIM TILL I CAN GET A LEAD ON FOSWELL!

I KNEW I'D LEARN SOMETHING! BUT FIRST I'LL CHECK IT OUT BEFORE I CALL THE COPS!

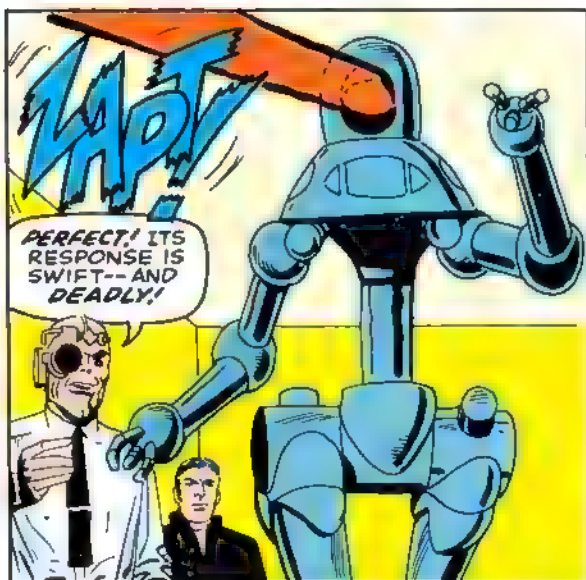
AND, AS PATCH THOUGHTFULLY WALKS IN THE DIRECTION OF PROFESSOR STROMM'S LABORATORY, WE PROVE OUR CLEVERNESS BY BEATING HIM TO IT--

EVERYTHING IS READY NOW, MAX!

RELEASE THE ROBOT--AND STAND ASIDE! I'VE GOT TO TEST IT!

THIS ONE WILL BE TWICE AS DANGEROUS AS YOUR FIRST ROBOT --IF IT WORKS!

OF COURSE IT WILL WORK! NOW, LET GO!



ZAP!

PERFECT! ITS RESPONSE IS SWIFT--AND DEADLY!

WHILE, OUTSIDE THE LAB...

ONE THING'S FOR SURE-- PATCH ISN'T MERELY SIGHT-SEEING! HE'S AFTER SOMETHING HERE! BUT--WHAT?

IT COST ME PLENTY, BUT I LEARNED THAT STROMM IS HOLED UP SOMEWHERE IN THIS AREA...

YOU! STAY WHERE YOU ARE! DON'T TURN AROUND! DON'T EVEN MOVE!

I FOUND HIM!

A BUILT-IN HIDDEN DOOR-- HIDDEN IN THE WALL! VERRRRY INTERESTING!

THIS IS LIKE WATCHING "THE MAN FROM U.N.C.L.E."-- ON A LIFE-SIZE TV SCREEN!

NO SWEAT, PROFESSOR! JUST SOME BUM SNOOPING AROUND! IT'S ALL CLEAR NOW!

YOU WANT ME TO BRING 'IM IN? OKAY!

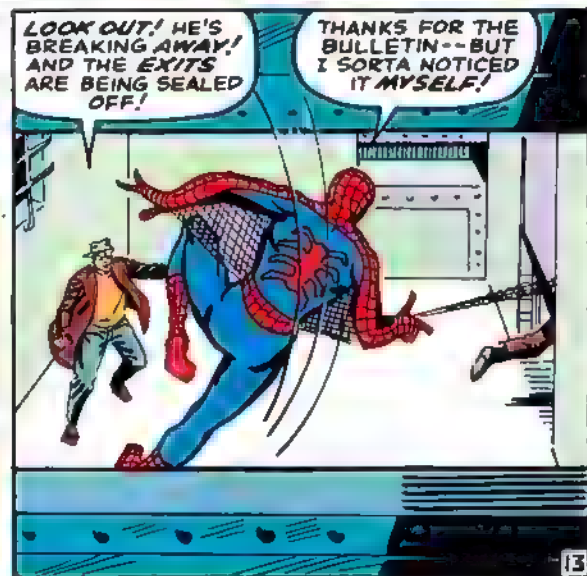
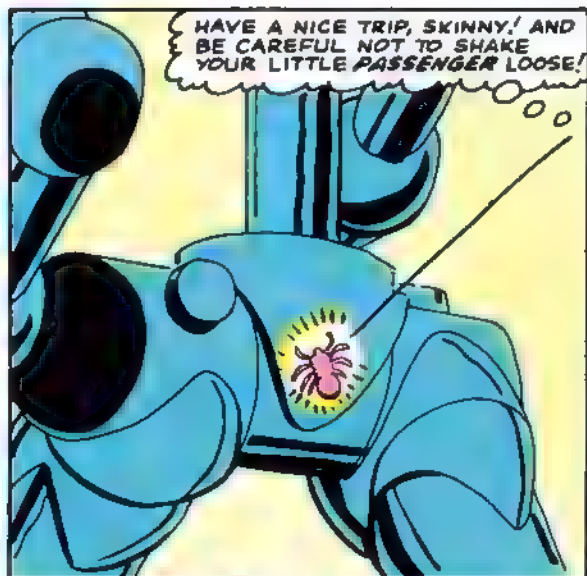
AWW, NO! AM I GONNA HAVE TO TANGLE WITH ANOTHER ROBOT??

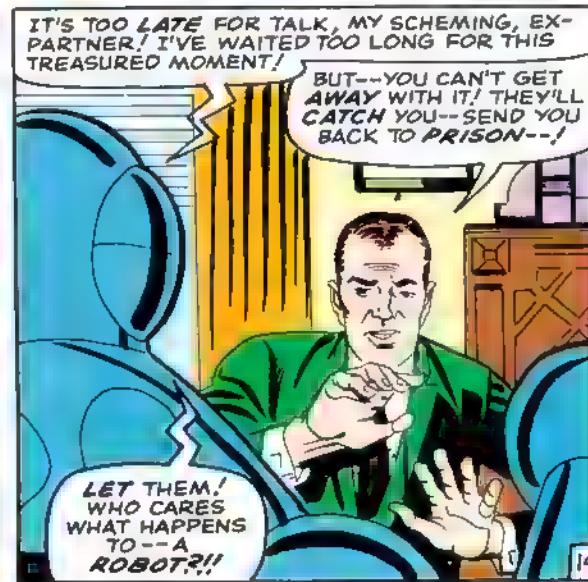
ALL RIGHT, YOU-- THRU THAT DOOR! START MOVING!

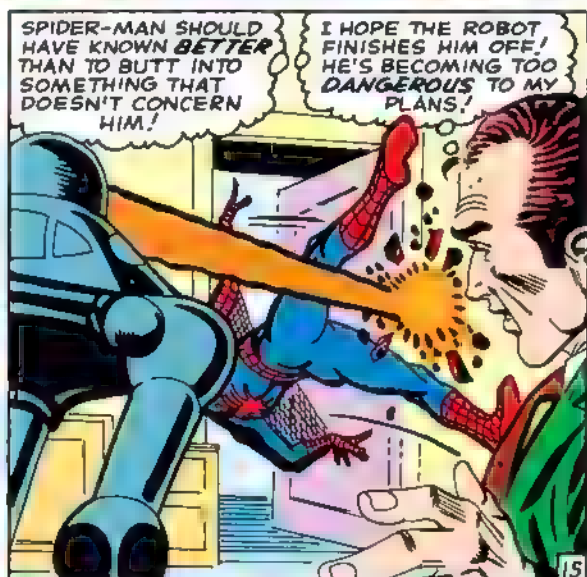
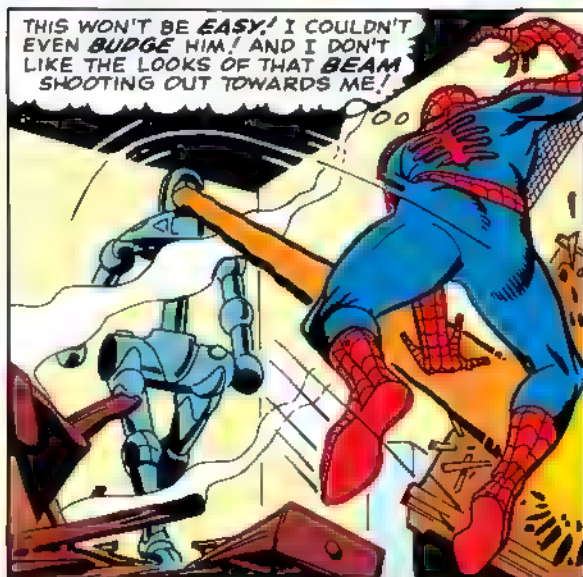
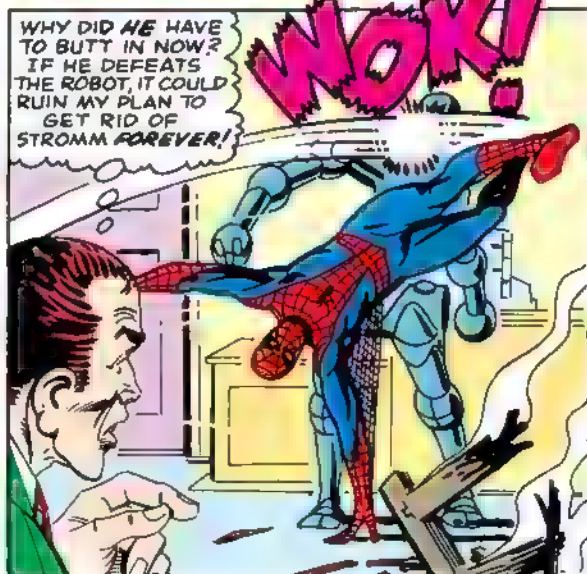
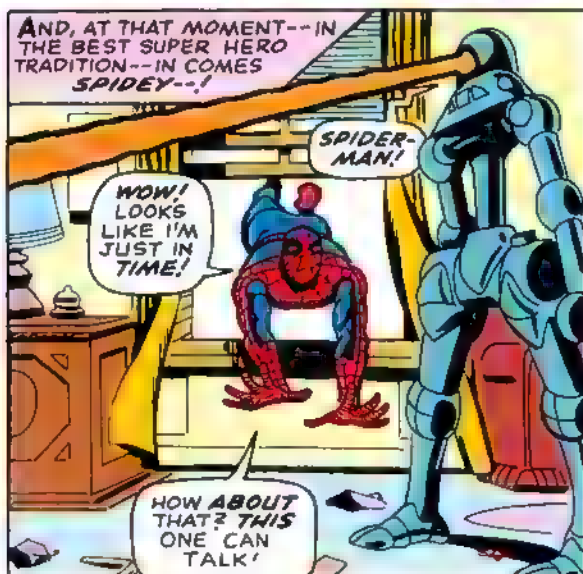
I'VE GOT TO FOLLOW THAT WALKING STOVEPIPE AND SEE WHAT IT'S UP TO!

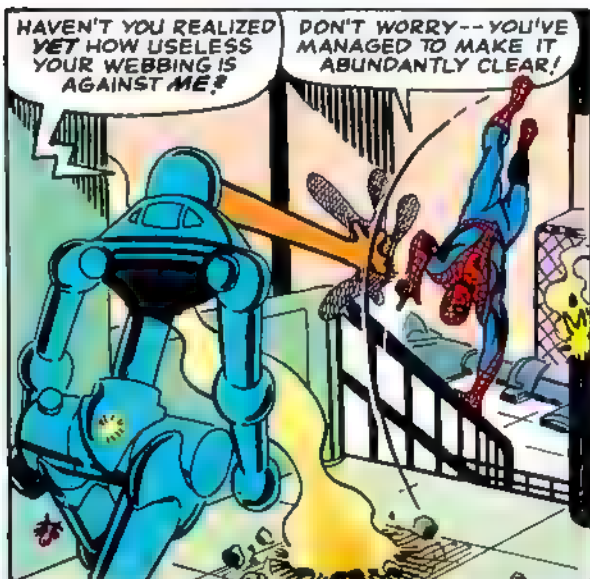
BUT, I CAN'T CUT OUT ON PATCH WHEN IT LOOKS AS IF HE'S GONNA NEED SOME HELP--BUT FAST!

THERE'S ONLY ONE THING I CAN DO...!



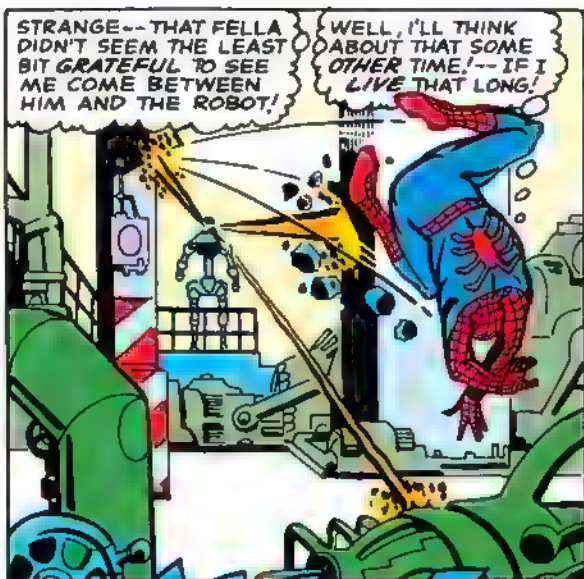






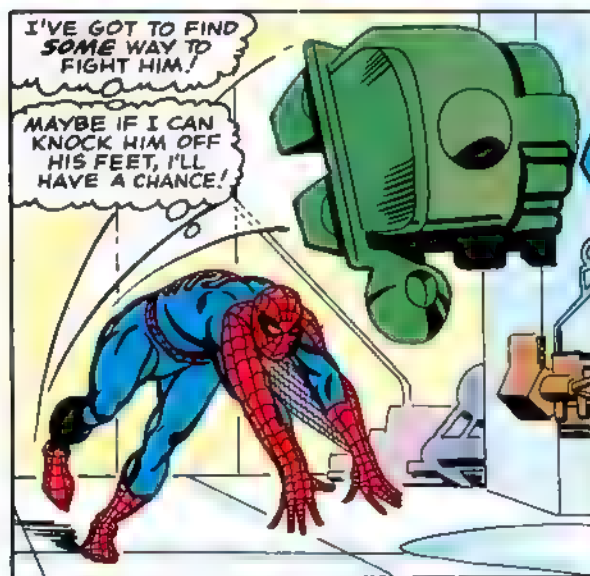
HAVEN'T YOU REALIZED
YET HOW USELESS
YOUR WEBBING IS
AGAINST ME?

DON'T WORRY-- YOU'VE
MANAGED TO MAKE IT
ABUNDANTLY CLEAR!



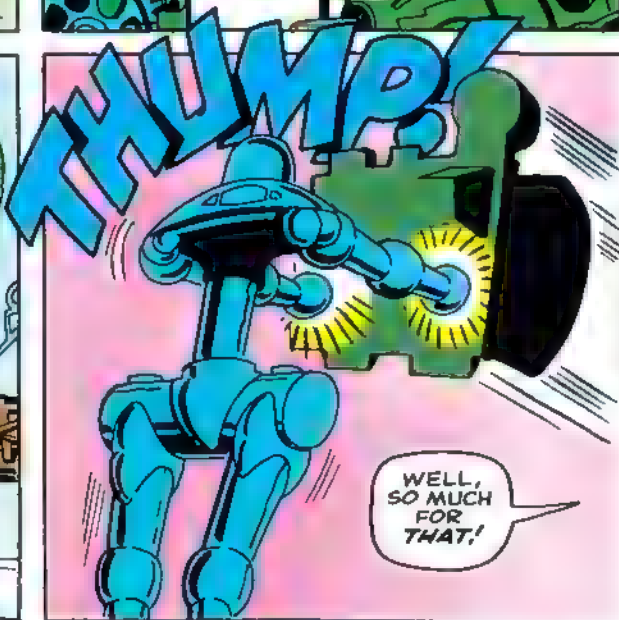
STRANGE-- THAT FELLA
DIDN'T SEEM THE LEAST
BIT GRATEFUL TO SEE
ME COME BETWEEN
HIM AND THE ROBOT!

WELL, I'LL THINK
ABOUT THAT SOME
OTHER TIME!-- IF I
LIVE THAT LONG!



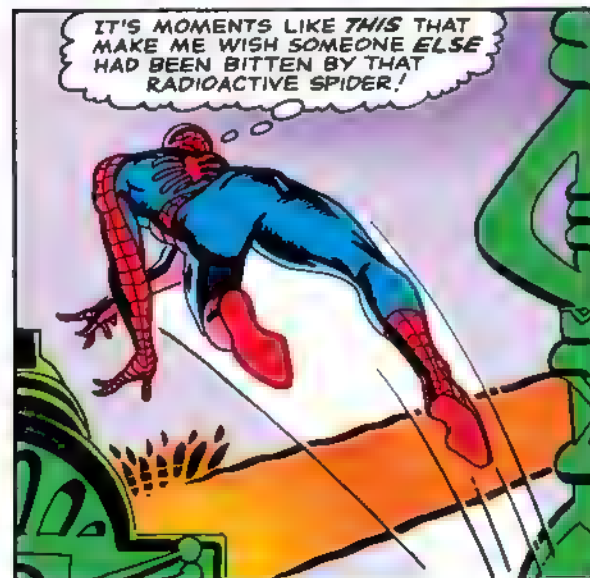
I'VE GOT TO FIND
SOME WAY TO
FIGHT HIM!

MAYBE IF I CAN
KNOCK HIM OFF
HIS FEET, I'LL
HAVE A CHANCE!

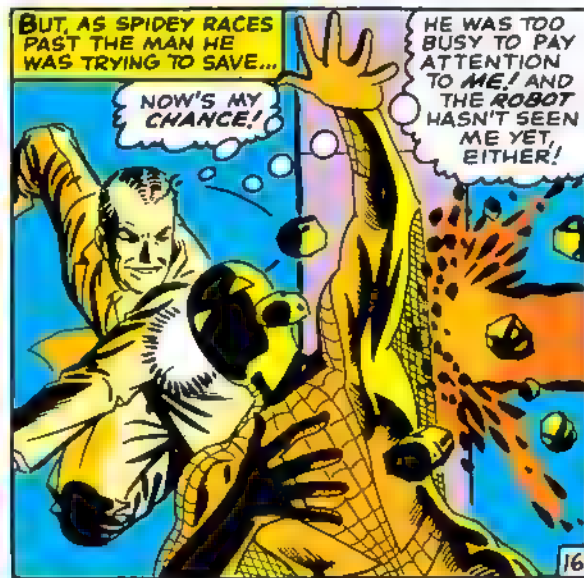


THUMP!

WELL,
SO MUCH
FOR
THAT!



IT'S MOMENTS LIKE THIS
THAT
MAKE ME WISH SOMEONE ELSE
HAD BEEN BITTEN BY THAT
RADIOACTIVE SPIDER!



BUT, AS SPIDEY RACES
PAST THE MAN HE
WAS TRYING TO SAVE...

NOW'S MY
CHANCE!

HE WAS TOO
BUSY TO PAY
ATTENTION
TO ME! AND
THE ROBOT
HASN'T SEEN
ME YET,
EITHER!

